

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
Comcast Cable Communications, LLC,)
on behalf of its subsidiaries and affiliates)
)
For Determination of Effective Competition in:)
5 California Franchise Areas)

CSR No. _____

To: Chief, Media Bureau

PETITION FOR SPECIAL RELIEF

Comcast Cable Communications, LLC, on behalf of its subsidiaries and affiliates (“Comcast”), pursuant to Sections 76.7 and 76.907 of the Commission’s rules,¹ requests that the Commission find that Comcast faces “effective competition” in 5 California franchise areas (the “Franchise Areas”).²

The Communications Act of 1934, as amended (the “Act”), and the Commission’s rules provide that cable television rates may be regulated only in the absence of effective competition.³ Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-franchise basis.⁴ When a cable operator demonstrates that effective competition exists within a franchise area, cable rates in the affected area are no longer subject to regulation.⁵

¹ 47 C.F.R. §§ 76.7 and 76.907.

² See Exhibit 1.

³ 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

⁴ 47 C.F.R. § 76.907.

⁵ See *Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, Rate Regulation*, 8 FCC Rcd. 5631, 5664-5665 (1993) (“Rate Order”).

Under the “competing provider” test set forth in Section 623(1)(1)(B) of the Act and Section 76.905(b)(2) of the Commission’s rules (the “Competing Provider Test”), a cable system will be deemed subject to effective competition if:

- (i) the franchise area is served by at least two unaffiliated multichannel video programming distributors (“MVPDs”), each of which offers comparable programming to at least 50 percent of the households in the franchise area; and
- (ii) the number of households subscribing to multichannel video programming other than the largest MVPD exceeds 15 percent of the households in the franchise area.⁶

As demonstrated below, the Competing Provider Test is easily satisfied in each of the Franchise Areas – American Canyon, Calistoga, Napa, Sonoma, and St. Helena - because two unaffiliated DBS providers serve over 50 percent of the Franchise Area’s households with programming comparable to Comcast, and the aggregate penetration rate reported for all “competing providers” far exceeds the 15 percent threshold in each of the Franchise Areas.⁷

I. THE COMPETING PROVIDER TEST IS SATISFIED IN EACH OF THE FRANCHISE AREAS

The two prongs of the Competing Provider Test are straightforward and objective. Both prongs of this test are clearly satisfied in each of the Franchise Areas.

⁶ 47 U.S.C. § 543(1)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

⁷ In the Calistoga and St. Helena Franchise Areas, Comcast is relying solely on DBS subscriber data. As explained below, in the American Canyon, Napa, and Sonoma Franchise Areas, the competing penetration figure includes subscribers from local MVPD competitor AT&T, as well as from the two major DBS providers.

A. Multiple Unaffiliated MVPDs Offer Programming Comparable to Comcast to Over 50 Percent of the Households in the Franchise Areas.

The first prong of the Competing Provider Test requires that a franchise area must be served by “at least two unaffiliated multichannel video programming distributors...”⁸ This requirement is easily satisfied, because the two major direct broadcast satellite providers (DirecTV, Inc. and Dish Network, Corp.) (“DBS Providers”) are both unaffiliated with Comcast and both “offer” programming that is comparable to Comcast to more than 50 percent of the households in Comcast’s Franchise Areas.

Service of an MVPD is deemed “offered” under the Competing Provider Test when it is both *technically* and *actually* available.⁹ The Commission has determined that DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.¹⁰ Comcast’s Franchise Areas are well within the satellite footprint of DirecTV and Dish Network. Thus, both DirecTV and Dish Network are “technically available” in the Franchise Areas.

DBS service is presumed to be “actually available” if households in a franchise area are made “reasonably aware” that the service is available.¹¹ The Commission has stated that “a party may use evidence of penetration rates in the franchise area (the second prong of the competing provider test ...) coupled with the ubiquity of DBS services to show that consumers are

⁸ 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i). Section 602 of the Communications Act of 1934, as amended, defines “multichannel video programming distributors” to include cable operators, as well as DBS and MMDS providers. *See* 47 U.S.C. § 522(13).

⁹ *Rate Order* at ¶ 29.

¹⁰ *See MediaOne of Georgia, Inc; Petition for Revocation of the Certification of Gwinnett County, Georgia*, 12 FCC Rcd. 19406, ¶ 5 n.16 (1997) (citing *Rate Order* at 5660-5661).

¹¹ *See Rate Order* at ¶ 32 (citations omitted). *See also Charter Communications, LLC d/b/a Charter Communications Petition for Determination of Effective Competition in Fourteen North Carolina Communities, et al*, 19 FCC Rcd. 7003, ¶ 4 (2004).

reasonably aware of the availability of DBS service.”¹² The same reasoning applies here.

DirecTV and Dish Network are among the largest MVPDs in the nation.¹³ With approximately 33.7 million subscribers nationwide,¹⁴ comprising approximately 33.7 percent of all MVPD subscribers,¹⁵ ubiquitous advertising, and the substantial DBS penetration figures in the Franchise Areas, it is clear that consumers in the Franchise Areas are “reasonably” aware of the availability of DBS competitors.¹⁶

¹² *Comcast Cable Communications, LLC Petition for Determination of Effective Competition in Various Michigan Communities*, 23 FCC Rcd. 9595, ¶ 5 (2008), citing *Mediacom Illinois LLC et al., Eleven Petitions for Determination of Effective Competition in Twenty-Two Local Franchise Areas in Illinois and Michigan*, 21 FCC Rcd. 1175 (2006) (“*Comcast – Various Michigan Communities*”). Thus, the Commission has not required the production of advertising to demonstrate that households in the franchise area are “reasonably aware” of the availability of DBS service. See *Bright House Networks, LLC Petition for Determination of Effective Competition (Lake Alfred and Dundee FL)*, 22 FCC Rcd. 4390, ¶ 6 (2007) (“Over more than ten years, we have made hundreds of findings that households in particular franchise areas are reasonably aware that they may purchase DBS services based on localized evidence. These accumulated showings amount to substantial evidence that households in all franchise areas are reasonably aware that they may purchase DBS services. In at least one earlier reported decision, we found households in a franchise area to be reasonably aware that they may purchase DBS service solely based on evidence of DBS's nationwide growth and local subscriptions, without reference to advertising or other promotion.”) (“*Bright House Networks – Florida*”).

¹³ See *Thirteenth Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming*, MB Docket No. 06-189, FCC 07-206, ¶ 76 (rel. Jan. 16, 2009).

¹⁴ See Press Release, DirecTV, *DirecTV Announces Third Quarter 2011 Results* (Nov. 3, 2011) (reporting that, as of Sept. 30, 2011, DirecTV (US) had 19.76 million subscribers), available at <http://investor.directv.com/releasedetail.cfm?ReleaseID=620542>; Press Release, DISH Network, *DISH Network Reports Third Quarter 2011 Financial Results* (Nov. 7, 2011) (reporting that, as of Sept. 30, 2011, Dish Network had approximately 13.945 million subscribers), available at <http://dish.client.shareholder.com/releasedetail.cfm?ReleaseID=621211>.

¹⁵ Press Release, *SNL Kagan's U.S. Multichannel Subscribers 4th Quarter 2010 Results*, SNL Kagan, March 15, 2011, available at <http://www.snk.com/InTheMedia.aspx> (reporting approximately 100.1 million video subscribers in the U.S.).

¹⁶ See, e.g., *Comcast – Various Michigan Communities* at ¶ 5; *Bright House Networks – Florida* at ¶ 6.

The Competing Provider Test also requires that the programming offered by the competing providers must be “comparable” to the programming offered by the cable operator.¹⁷ The Commission’s rules define comparable programming as “at least 12 channels of video programming, including at least one channel of nonbroadcast service programming.”¹⁸ The Commission has repeatedly recognized that the DBS Providers offer comparable programming to Comcast under the Commission’s Competing Provider Test.¹⁹ Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.²⁰ And, as shown in the attached channel line-up, Comcast’s programming service offerings in the Franchise Areas are substantially similar to the DBS programming services.²¹

Based on the above facts, Comcast has satisfied the first prong of the Competing Provider Test.

B. The Competing Providers Serve Greater Than 15 Percent of the Households In Comcast’s Franchise Areas.

The second prong of the Competing Provider Test requires that the subscriber base of competing MVPDs (other than the largest MVPD) exceeds 15 percent of franchise area households. The Commission’s rules provide that once the first prong of the Competing Provider Test is satisfied (as it is with the DBS service offerings in this case) the subscribers of *all* qualifying MVPDs count toward the 15% penetration figure necessary for a determination of

¹⁷ See 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

¹⁸ 47 C.F.R. § 76.905(g).

¹⁹ See, e.g., *Comcast Cablevision of Maryland, Inc., Petitions for Determination of Effective Competition (Charles County, MD)*, 19 FCC Rcd. 7130, ¶ 4 (2004) (“We find that the programming of DBS providers satisfies the Commission’s program comparability criterion because DBS providers offer more than 12 channels of video programming, including more than one non-broadcast channel.”).

²⁰ See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 2.

²¹ See Comcast Channel Line-up, attached hereto as Exhibit 3.

effective competition (even if they are not available themselves to more than 50% of local households).²² AT&T offers competing cable service in the communities of American Canyon, Napa, and Sonoma.²³ Accordingly, the Competing Provider subscriber tallies presented in this Petition for these Franchise Areas include subscribers from AT&T,²⁴ as well as from the two major DBS providers.²⁵ The resulting penetration figures easily exceed the 15% threshold in each of the Franchise Areas:

American Canyon	37.65%
Calistoga	37.00%
Napa	34.26%
Sonoma	20.71%
St. Helena	25.70%

Because DBS Providers track their subscribers according to the zip codes where each subscriber resides (rather than by political jurisdiction), Comcast relied on ZIP+4 codes associated with each of the Franchise Areas to determine the number of local DBS subscribers. The Commission has previously accepted the use of a ZIP+4 analysis as “reasonable and

²² See 47 C.F.R. § 76.905(f) (Emphasis added); see also *Time Warner Entertainment Co., L.P. et al. v. FCC*, 56 F.3d 151 (D.C. Cir. 1995) (holding that the subscribers of all MVPDs, other than the largest MVPD, may be aggregated to satisfy the 15 percent threshold).

²³ AT&T’s “comparable” channel lineup is set forth in Exhibit 4.

²⁴ Comcast obtained AT&T’s subscribership data for the Franchise Areas directly from AT&T, and such data was provided to Comcast on the condition that Comcast seek confidential treatment with respect to such information. Thus, Comcast submits AT&T’s subscriber figures for the American Canyon, Napa, and Sonoma Franchise Areas as **Confidential Exhibit 5** to this Petition (with a redacted version attached).

²⁵ In contrast to the Competing Provider tallies for American Canyon, Napa and Sonoma, which include AT&T subscribership numbers, the Competing Provider subscriber tallies in the Calistoga and St. Helena Franchise Areas rely solely upon data from DirecTV and Dish Network.

sufficiently reliable for purposes of determining the presence of effective competition,”²⁶ and has stated its preference for this approach.²⁷

To determine the relevant ZIP+4 codes for the Franchise Areas, Comcast contacted Media Business Corp. (“MBC,” previously known as “SkyTrends”). MBC has developed a process to accurately identify the ZIP+4 codes that correspond with the political boundaries of a particular community. This process utilizes enhanced mapping software that correlates ZIP+4 codes with the U.S. Census Department’s “block group” level households. The “block group” measurement is the most precise Census tool available to measure households within a very small geographical area. With this software, MBC was able to identify the ZIP+4 codes that lie within each of the Franchise Areas.²⁸

Comcast next provided all of the ZIP+4 codes for the Franchise Areas to the Satellite Broadcasting and Communication Association (“SBCA”). SBCA is the national trade association representing the two major DBS Providers, and it has assumed the responsibility for compiling subscribership data and responding to data requests from cable operators and franchising authorities engaged in effective competition proceedings. The DBS subscriber numbers reported in the attached Effective Competition Tracking Reports (“ECTR”) from SBCA

²⁶ See *Cable One, Inc. Petition for Determination of Effective Competition in Pocatello, Idaho*, 18 FCC Rcd. 12792, ¶ 8 (2003), quoting *Falcon Cable Systems II, a California Limited Partnership, d/b/a Charter Communications Petition for Determination of Effective Competition in Twelve Oregon Cities*, 17 FCC Rcd. 4648 (2002).

²⁷ See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008).

²⁸ See Letter from MBC (explaining ZIP+4 methodology), attached hereto as Exhibit 6.

reflect the total DBS subscribers within the individual ZIP+4 codes associated with each of the Franchise Areas.²⁹

The Competing Provider Test also requires that the petitioning cable operator be the largest MVPD in the franchise area. To meet this requirement, Comcast compared the subscribership figures reported by SBCA and AT&T with its own subscribership, and was able to confirm that its own subscribership exceeded DBS and exceeded AT&T subscribership in each of the Franchise Areas.

To determine whether the DBS (and, where appropriate, the combined DBS and AT&T) subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Areas, Comcast compared the Competing Providers' combined subscribership to the most recent U.S. Census occupied household unit figures for each community.³⁰ This comparison yields the aggregate penetration rates for Competing Providers in each of the Franchise Areas.

As detailed in **Confidential Exhibit 9**, the subscriber penetration rates for the Competing DBS Providers in the Calistoga and St. Helena Franchise Areas exceed the 15 percent threshold required under Section 623(1)(l)(B) of the Act. Likewise, the *aggregate* subscriber penetration rates for the DBS Providers and AT&T in the American Canyon, Napa and Sonoma Franchise Areas, easily exceed the 15 percent threshold.³¹ Accordingly, Comcast meets the second prong of the Competing Provider Test in each of the Franchise Areas.

²⁹ See **Confidential Exhibit 7**. This exhibit includes all of the relevant ZIP+4 data relied on in the Petition and the total ZIP+4-based DBS subscribership for each of the Franchise Areas. Comcast is providing a redacted version of this exhibit, which excludes the DBS subscribership numbers corresponding to the American Canyon, Napa and Sonoma Franchise Areas, in order to present the *aggregate* DBS and AT&T subscriber penetration figures and still maintain the confidential nature of the AT&T subscribership tallies for these communities.

³⁰ See Exhibit 8.

³¹ See **Confidential Exhibit 9**. This exhibit includes the DBS subscribership and penetration figures in the Calistoga and St. Helena Franchise Areas, and the combined DBS and AT&T

Because Comcast meets both prongs of the Competing Provider Test in the Franchise Areas, it faces effective competition in each of the Franchise Areas.

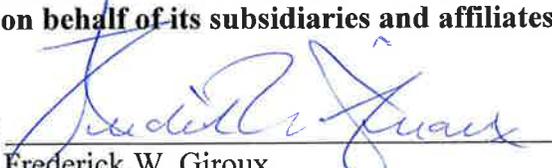
CONCLUSION

Comcast has demonstrated herein that it is subject to effective competition in each of the five Franchise Areas under the Competing Provider Test. Based on the evidence presented herein, Comcast respectfully requests that the Media Bureau issue an order acknowledging the presence of effective competition in each of the five California Franchise Areas as of filing date of this Petition.

Respectfully submitted,

Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates

By:


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April 11, 2012

Its Attorneys

subscribership and penetration figures for the American Canyon, Napa and Sonoma Franchise Areas. As noted above, at AT&T's request, Comcast is seeking confidential treatment with respect to the AT&T subscribership data for the American Canyon, Napa and Sonoma Franchise Areas. Accordingly, Comcast is providing a redacted version of this exhibit, American Canyon, Napa and Sonoma which excludes the DBS and AT&T subscribership numbers associated with the American Canyon, Napa and Sonoma Franchise Areas, in order to present the *aggregate* DBS and AT&T subscriber penetration figures and still maintain the confidential nature of the AT&T subscribership figures for these communities.

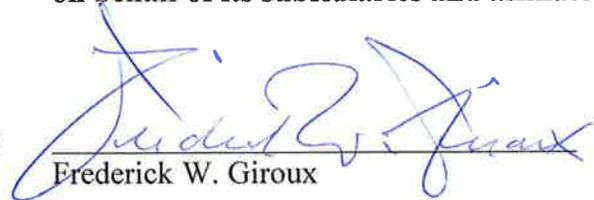
CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)

The below-signed signatory has read the foregoing Petition for Special Relief, and to the best of my knowledge, information and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification or reversal of existing law; and is not interposed for any improper purpose.

Respectfully submitted,

**Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates**

By:


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April 11, 2012

DECLARATION OF WARREN FITTING

I, Warren Fitting, declare, under penalty of perjury that:

1. I am the Director of Rate Regulation for Comcast Cable Communications, LLC ("Comcast").
2. I have read the foregoing Petition for Special Relief ("Petition") and am familiar with the contents thereof and the matters referred to therein.
3. I have reviewed Comcast's respective cable subscriber numbers for the Franchise Areas at issue in this Petition, the DBS subscriber numbers provided by SBCA for the individual Franchise Areas, and the AT&T subscriber numbers as described in the Petition. Comcast is the largest multichannel video program provider in each of the Franchise Areas – American Canyon, Calistoga, Napa, Sonoma and St Helena.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

April 3, 2012
Date

Warren D. Fitting
Warren Fitting

EXHIBIT 1

PSID# 002722

CA1339	American Canyon
CA0305	Calistoga
CA0407	Napa
CA0325	Sonoma
CA0319	St. Helena

EXHIBIT 2



PREMIER package
285+ digital channels

Print channels for ZIP Code 17303 (No locals available)

PRINT

EN ESPAÑOL

ONCE México*	447	V-me*	440	mun2	410
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NATIONALS

3net (HD)	107	Disney Channel (West)	291	Hope*	368	RFD TV	345
A&E	265	Disney XD	292	INSP	364	ReelzChannel	238
ABC Family	311	Documentary Channel	267	ION Television	305	SOAPnet	262
American Movie Classics (AMC)	254	E! Entertainment	236	ION Television West	347	Science Channel	284
Animal Planet	282	ESPN	206	Independent Film Channel (IFC)	559	ShopNBC	316
Audience Network	239	ESPN 3D (HD)	106	Investigation Discovery (ID)	285	Speed Channel	607
BBC America	264	ESPN2	209	Jewelry Television	313	Spike	241
BYU TV	374	ESPNEWS	207	Jewish Life Television*	366	Style	235
Big Ten Network	610	ESPNU	208	Lifetime	252	Syfy Channel	244
Biography Channel	266	EWTN	370	Lifetime Movie Network	253	TBS	247
Black Entertainment Television (BET)	329	Enlace Christian Television*	448	LinkTV	375	TCT Network	377
Bloomberg Television	353	FUEL TV	618	Logo	272	TNT	245
Boomerang	298	FX	248	MHz WORLDVIEW*	2183	TV Guide Network	273
Bravo	237	Food Network	231	MLB Network	213	TV Land	304
CBS Sports Network	613	Fox Business Network	359	MSNBC	356	TV One	328
CCTV-9	2053	Fox Movie Channel	258	MTV	331	TeenNick	303
CMT	327	Fox News Channel	360	MTV2	333	Tennis Channel	217
CNBC	355	Free Speech TV*	348	Military Channel	287	The Hub	294
CNBC World	357	Fuse	339	NASA TV	289	The Learning Channel	280
CNN	202	GEM NET (Global Expansion Media Network)*	2068	NBA TV	216	The Sportsman Channel	605
CSPAN 1	350	GOD TV	365	NFL Network	212	The Word Network	373
CSPAN 2	351	GSN, the network for games	233	NHL Network	215	Travel Channel	277
Cartoon Network (East)	296	Galavision	404	NRB	378	Trinity Broadcasting Network (TBN)	372
Cartoon Network (West)	297	Go!TV HD English	620	Nat Geo WILD	283	TruTV	246
Centric	330	Golden Eagle Broadcasting*	363	National Geographic Channel	276	Turner Classic Movies (TCM)	256
Chiller	257	Golf Channel	218	Nick Jr.	301	USA Network	242
Christian Television Network (CTN)	376	Gospel Music Channel	338	Nickelodeon (East)	299	Univision	402
Church Channel	371	Great American Country	326	Nickelodeon (West)	300	VH1	335
Cloo	308	HZ	271	Nicktoons Network	302	VH1 Classic	337
Comedy Central	249	HD Theater	281	OWN	279	Versus	603
Cooking Channel	232	HDNet	306	Ovation TV	274	WE: Women's Entertainment	260
Current TV	358	HITN*	438	Oxygen	251	WGN America	307
DIY Network	230	Hallmark Channel	312	PBS	0	Weather Channel	362
Daystar	369	Headline News	204	PBS Kids Sprout	295	World Harvest Television	367
Discovery Channel	278	History Channel	269	Planet Green	286	n3D	103
Discovery Fit & Health	261	Home & Garden Television (HGTV)	229	Pursuit Channel	608		
Disney Channel (East)	290	Home Shopping Network	240	QVC	275		

PREMIUMS

5STARMAX HD East	520	FLIX ON DEMAND®	1557	MoreMAX	517	STARZ® ON DEMAND	1527
@MAX HD East	523	FOX Deportes	624	Outdoor Channel	606	Showtime Beyond HD	550
ActionMAX HD	519	Flix	557	SHOWTIME	545	Showtime Next HD	551
Cinemax East	515	Fox Soccer Channel	619	SHOWTIME (West)	546	Showtime Women HD	552
Cinemax West	516	Go!TV	620	SHOWTIME 2	547	Sundance Channel	558
ENCORE (East)	535	HBO (East)	501	SHOWTIME Extreme	549	Sundance ON DEMAND	1558
ENCORE (West)	536	HBO (West)	504	SHOWTIME ON DEMAND	1545	THE MOVIE CHANNEL™ ON DEMAND	1554
ENCORE Action	541	HBO 2 (East)	502	SHOWTIME Showcase	548	TMC Xtra HD East	556
ENCORE Drama	540	HBO 2 (West)	505	STARZ (East)	527	TYG - The Interactive Horseracing Network	602
ENCORE Family	542	HBO Comedy HD	506	STARZ (West)	528	The Movie Channel (East)	554

REDACTED - FOR PUBLIC INSPECTION

PREMIUMS			
ENCORE Love	537	HBO Family (East)	HD 507
ENCORE Suspense	539	HBO Family (West)	508
ENCORE Westerns	538	HBO Latino	HD 511
ENCORE@ ON DEMAND	1535	HBO Signature	HD 503
ESPN Classic Sports	614	HBO Zone HD	HD 509
STARZ Cinema HD	HD 531	STARZ Comedy HD	HD 526
STARZ Edge	HD 529	STARZ InBlack	HD 530
STARZ Kids & Family HD	HD 525	The Movie Channel (West)	555
		ThrillerMAX HD	HD 522
		WMAX HD East	HD 521
REGIONAL SPORT NETWORKS			
Altitude Sports & Ent. 681	HD 681	FS Arizona	HD 686
Altitude Sports Alternate 682	HD 682	FS Cincinnati	HD 661
CSN Bay Area	HD 696	FS Detroit	663
CSN Bay Area Alternate 697	HD 697	FS Detroit Plus	HD 664
CSN California	HD 698	FS Florida	HD 654
CSN California alt 699	699	FS Florida Plus	HD 655
CSN Chicago Alt. #2	667	FS Midwest	HD 671
CSN MidAtlantic Alt.	HD 643	FS North	HD 668
CSN MidAtlantic 642	HD 642	FS Ohio	HD 660
CSN New England 630	HD 630	FS South	HD 646
Comcast SportsNet Chicago 665	HD 665	FS South Plus	HD 647
FS South Plus (2)	HD 648	FS Southwest	HD 676
FS Southwest Plus	HD 677	FS Southwest Plus	HD 677
FS West	HD 692	FS West	HD 692
MASN 640	HD 640	MASN 640	HD 640
MSG Plus 635	HD 635	MSG Plus 635	HD 635
Madison Square Garden 634	HD 634	Madison Square Garden 634	HD 634
NESN 628	HD 628	NESN 628	HD 628
Prime Ticket	HD 694	Prime Ticket	HD 694
ROOT SPORTS Northwest	HD 687	ROOT SPORTS Northwest	HD 687
ROOT SPORTS Pittsburgh	HD 659	ROOT SPORTS Pittsburgh	HD 659
ROOT SPORTS Rocky Mountain	HD 683	ROOT SPORTS Rocky Mountain	HD 683
SportSouth	HD 649	SportSouth	HD 649
SportSouth Plus	HD 650	SportSouth Plus	HD 650
SportsNet New York 639	HD 639	SportsNet New York 639	HD 639
SportsTime Ohio 662	HD 662	SportsTime Ohio 662	HD 662
Sun Sports	HD 653	Sun Sports	HD 653
Sun Sports Plus	HD 656	Sun Sports Plus	HD 656
Yankee Ent. & Sports (YES) 631	HD 631	Yankee Ent. & Sports (YES) 631	HD 631
SATELLITE RADIO			
SONICTAP: 60's Revolution	803	SONICTAP: College Rock	831
SONICTAP: 70's Hits	804	SONICTAP: Dance	859
SONICTAP: 8-Tracks	840	SONICTAP: Familiar Favorites	880
SONICTAP: 80's Hits	805	SONICTAP: Fiesta Tropical	870
SONICTAP: 90's Hits	806	SONICTAP: Flashback/New Wave	839
SONICTAP: Adult Alternative	832	SONICTAP: Folk Rock	813
SONICTAP: Adult Contemporary	821	SONICTAP: Full Metal Jacket	830
SONICTAP: Alternative	834	SONICTAP: Gospel Glory	827
SONICTAP: Bailamos!	869	SONICTAP: Great Standards	855
SONICTAP: Be-Tween	867	SONICTAP: Groove Lounge	824
SONICTAP: Beautiful Instrumentals	820	SONICTAP: Hair Guitar	829
SONICTAP: Big Band/Swing	801	SONICTAP: Hallelujah	828
SONICTAP: Bluegrass	812	SONICTAP: Hit Country	809
SONICTAP: Blues	854	SONICTAP: Holidays & Happenings	815
SONICTAP: Carnaval Brasileiro	877	SONICTAP: Honky Tonk Tavern	811
SONICTAP: Classic Hits Blend	837	SONICTAP: Hot Jamz	825
SONICTAP: Classic Jazz Vocal Blend	850	SONICTAP: Hottest Hits	818
SONICTAP: Classic R&B	842	SONICTAP: Hurbano	875
SONICTAP: Classic Rock	833	SONICTAP: Hype	847
SONICTAP: Classic Rock Workout	862	SONICTAP: Ink'd	835
SONICTAP: Coffeehouse Rock	848	SONICTAP: Irish	883
SONICTAP: Italian Bistro Blend	881	SONICTAP: Italian Contemporary	882
SONICTAP: Italian	882	SONICTAP: Jazz	852
SONICTAP: Latin Hits	871	SONICTAP: Latin Hits	871
SONICTAP: Latin Jazz	879	SONICTAP: Latin Jazz	879
SONICTAP: Light Classical	866	SONICTAP: Light Classical	866
SONICTAP: Love Songs	819	SONICTAP: Love Songs	819
SONICTAP: Malt Shop Oldies	802	SONICTAP: Malt Shop Oldies	802
SONICTAP: Mariachi	876	SONICTAP: Mariachi	876
SONICTAP: Metro Blend	853	SONICTAP: Metro Blend	853
SONICTAP: Modern Country	814	SONICTAP: Modern Country	814
SONICTAP: Modern Workout	860	SONICTAP: Modern Workout	860
SONICTAP: Musica De Las Americas	872	SONICTAP: Musica De Las Americas	872
SONICTAP: New Age	856	SONICTAP: New Age	856
SONICTAP: Old School Funk	844	SONICTAP: Old School Funk	844
SONICTAP: PUMP!	861	SONICTAP: PUMP!	861
SONICTAP: Piano	865	SONICTAP: Piano	865
SONICTAP: Rat Pack	807	SONICTAP: Rat Pack	807
SONICTAP: Reality Bites	838	SONICTAP: Reality Bites	838
SONICTAP: Red, Rock and Blues	810	SONICTAP: Red, Rock and Blues	810
SONICTAP: Reggae	863	SONICTAP: Reggae	863
SONICTAP: Regional Mexican	873	SONICTAP: Regional Mexican	873
SONICTAP: Retro Disco	845	SONICTAP: Retro Disco	845
SONICTAP: Rock en Espanol	878	SONICTAP: Rock en Espanol	878
SONICTAP: Salsa	874	SONICTAP: Salsa	874
SONICTAP: Showtunes	823	SONICTAP: Showtunes	823
SONICTAP: Silky Soul	843	SONICTAP: Silky Soul	843
SONICTAP: Silver Screen	822	SONICTAP: Silver Screen	822
SONICTAP: Singer-Songwriters	836	SONICTAP: Singer-Songwriters	836
SONICTAP: Smooth Jazz	851	SONICTAP: Smooth Jazz	851
SONICTAP: Soft Hits	849	SONICTAP: Soft Hits	849
SONICTAP: Spike	841	SONICTAP: Spike	841
SONICTAP: SubTerranean	858	SONICTAP: SubTerranean	858
SONICTAP: Symphonic	864	SONICTAP: Symphonic	864
SONICTAP: The Boombox	846	SONICTAP: The Boombox	846
SONICTAP: The Playground	868	SONICTAP: The Playground	868
SONICTAP: The Spirit	826	SONICTAP: The Spirit	826
SONICTAP: Today's Hits	816	SONICTAP: Today's Hits	816
SONICTAP: Traditional Country	808	SONICTAP: Traditional Country	808
SONICTAP: Tranquility	884	SONICTAP: Tranquility	884
SONICTAP: Y2k Hits	817	SONICTAP: Y2k Hits	817
SONICTAP: Zen	857	SONICTAP: Zen	857
LOCALS			
WGAL (NBC)	HD 8	WHTM (ABC)	HD 27
WHP (CBS)	HD 21	WITF (PBS)	HD 33
WLYH (CW)	15	WPMT (FOX)	HD 43

*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTV, Once, HITN, V-Me, Enlace, Golden Eagle Broadcasting, and Free Speech TV. Please call 1-800-531-5000 for more information.

Channels & Packages

America's Top 120 with HD

America's Top 120 includes channels listed below. HD indicates channels available in both standard and high definition, except where noted as HD only.

A&E	118	HD	ION	(ON E)	216
ABC Family	180	HD	ION	(ON W)	217
ALIVE	219	JTV	Jewelry Television	227	
ANGEL	262	CLIP	CLIP	208	
ANGL2	266	MALL	Mall	220	
BTV	360Z	MTV	MTV	160	
BUY!	221	MTV2	MTV2	161	
TOONW	176	HD	NICK	(ON E)	70
TOONW	177	HD	NICK	(ON W)	71
C&W	884	MTV	MTV	180	
C&W	265	REELZ	ReelChannel	239	
CHRGH	266	SALES	Sales	224	
CMT	166	SHOP	shop	224	
CNBC	206	SHO	SHO	229	
CNN	200	SBN	SonLife Broadcasting Network	257	
CMOY	107	SPYKE	SPYKE	166	
CSPW2	211	SYFY	SYFY	122	
DYSTR	265	TBS	TBS	188	
DHSC	182	TLC	TLC	183	
DISE	172	TNT	TNT	184	
DISW	173	TRV	Travel Channel	186	
DOC	191	TYGMS	TV Guide Network	187	
EI	114	TYGMS	TV Guide Network	187	
ESPN	140	TVLND	TV Land	188	
ESPN2	144	USA	USA	105	
ESPN3	142	VH1	VH1	162	
ESPN4	141	TWC	Weather Channel	214	
FOOD	110	HD	Plus Dish HD Music Channels	930-981	
FX	205	CHRIS	Christian	975	
FX	136	COUNTRY	Country	973	
FX	229	COUNTRY	Country	951-952	
GEMS	112	ELECTRONIC & DANCE	Electronic & Dance	988-989-977	
HNET	112	FAMILY & KIDS	Family & Kids	976	
HIST	120	HIP HOP/R&B	Hip Hop/R&B	988	
HST	202	JAZZ & BLUES	Jazz & Blues	982-987-988-978	
HLN	164	LATIN & INTERNATIONAL	Latin & International	981	
HRTV	84	PAP	Pap	950-955-956-955	
HSN	220	ROCK	Rock	951-954-957-958-959-960	
HSN2	230	STANDARDS	Standards	954-974	
IGTV	269	STANDARDS	Standards	954-974	
INSP	269	STANDARDS	Standards	954-974	

Local Networks channel range 2-70

ALMA	9413	KBS	KBS World	9850
BABY!	9407	LINK	LinkTV	9410
BYUTV	9403	LINK	LinkTV	9410
CTN	107	PNTGN	Pennagon Channel	9405
ARTS	9408	THE IMPACT NETWORK	The Impact Network	9387
CSPAN	9405	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412
CSPAN	9405	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412
EWTN	9405	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412
FSW	9405	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412
HHS	9402	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412
HNN	9405	UNIVERSITY OF CALIFORNIA TV	University of California TV	9412

BOLD - Channels in bold are some of our most popular channels.
SAP - FREE Spanish audio feed available. Audio depends on service. Not available on select HD channels. Not available on certain HD feeds.
HD - Channels are available in both SD & HD unless indicated as "HD only". You must subscribe to the HD package to receive the HD feed.
HD - You must have an HD television to view channels in high definition. All programming except live coverage is recorded.

America's Top 200 with HD

America's Top 200 includes all of America's Top 120 plus the channels listed below. HD indicates channels available in both standard and high definition.

AMC	130	HD	AMC	130
APL	130	HD	Animal Planet	130
BBCA	135	HD	BBC America	135
BET	135	HD	BET	135
BIG10	439	HD	Big Ten Network	439
BRAWO	130	HD	Bravo	130
CBSSN	132	HD	CBS Sports Network	132
CURNT	132	HD	Current TV	132
DISXD	132	HD	Disney XD	132
GA	132	HD	GA	132
GLVSN	273	HD	Galavisión	273
GOLF	132	HD	Golf Channel	132
GSN	116	HD	GSN	116
HLMRK	132	HD	Hallmark Channel	132
IFC	131	HD	IFC	131
ID	109	HD	Investigation Discovery	109
LMN	109	HD	Lifetime Movie Network	109
MLBN	132	HD	MLB Network	132
MSNBC	209	HD	msnbc	209
NATGEO	156	HD	National Geographic Channel	156
NBATV	156	HD	NBA TV	156
NFL	157	HD	NFL Network	157
NHLN	157	HD	NHL Network	157
NKJR	159	HD	Nick Jr.	159
NUVO	159	HD	nuvoTV	159
OVA1N	231	HD	Ovation	231
OWN	189	HD	OWN: Oprah Winfrey Network	189
OXYGN	177	HD	Oxygen	177
RFD-TV	231	HD	RFD-TV	231
SOAP	150	HD	SOAPnet	150
SPEED	150	HD	SPEED	150
STYLE	150	HD	STYLE	150
TNGK	181	HD	TeenNick	181
TRAE	272	HD	TeleFutura (E)	272
TRU	272	HD	truTV	272
TCM	132	HD	Turner Classic Movies	132
UNVSN	132	HD	Univision (E)	132
UNVSW	828	HD	Univision (W)	828
WE	239	HD	WE TV	239
WGN	239	HD	WGN America	239

Plus SiriusXM Music Channels	600Z-6090
Christian	606Z-6064
Classical	607Z-6070
Country	605Z-6058-6061
Electronic & Dance	604Z-6045
Hip Hop/R&B	604A-6049
Jazz, Blues & Standards	603Z
Latin & World	6030
Pap	601Z-6015
Rock	6018-6012

Attention:
 For the most up-to-date information, please visit our website.

America's Top 250 with HD

America's Top 250 includes all of America's Top 200 plus the channels listed below. HD indicates channels available in both standard and high definition, except where noted as HD only.

BIO	119	HD	Bio	119
BTV	203	HD	Bloomberg Television	203
BVOV	175	HD	Boomerang	175
CHLR	199	HD	Chiller	199
CLO	188	HD	clio	188
CNBCW	207	HD	CNBC World	207
COOK	113	HD	Cooking Channel	113
DIY	111	HD	DIY	111
ENGOR	340	HD	Encore (E) - no sub	340
ENGRW	341	HD	Encore (W) - SAP	341
EACTA	343	HD	Encore Action	343
EDRAM	349	HD	Encore Drama	349
ENFAM	347	HD	Encore Family	347
ELOVE	348	HD	Encore Love	348
ENSLP	344	HD	Encore Suspense	344
EWSTN	342	HD	Encore Westerns	342
FOX8	206	HD	Fox Business Network	206
FOX0	133	HD	Fox Movie Channel	133
FSC	406	HD	Fox Soccer Channel	406
FUEL	188	HD	FUEL TV	188
GMC	188	HD	gmc	188
GAC	187	HD	Great American Country (GAC)	187
H2	12	HD	H2	12
HMC	17	HD	Hallmark Movie Channel	17
HUB	17	HD	Hub	17
MIL	19	HD	Military Channel	19
MPLX	37	HD	MoviePlex	37
MUNE	83	HD	mun2	83
NATGO	18	HD	Nat Geo WILD	18
NICKT	18	HD	Nickelodeon Network	18
OTDR	39	HD	Outdoor Channel	39
BREER	19	HD	Planet Green	19
SCI	19	HD	Science	19
SPMAN	400	HD	Sportsman Channel	400
TENNIS	19	HD	Tennis Channel	19
TMCW	33	HD	The Movie Channel (W) - SAP	33
TMCW	33	HD	The Movie Channel extra (W) - SAP	33
EPX3	218	HD	The Three from EPIX - SAP	218
VERIA	19	HD	Vevo	19
VS	19	HD	Verus	19
VHCL	16	HD	VH1 Classic	16

Plus DISH Music Channels	923-941
Country	931Z
Electronic & Dance	925Z-928Z-941Z
Hip-Hop/R&B	927Z
Jazz & Blues	926Z
Latin & International	924Z
Pap	923Z-926Z-931Z
Rock	924-930-933-936-946
Standards	938Z

Attention:
 For the most up-to-date information, please visit our website.

EXHIBIT 3

XFINITY TV Channel Lineup

December 2011
 American Canyon/Calistoga
 Napa/Sonoma
 St. Helena/Yountville

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Digital EM Services

- 960 KOED Public
- 961 KRQB Public
- 962 KCSM Jazz
- 963 KSLD Spanish
- 964 KRBY 92.7 The Revolution
- 965 KRZZ Spanish
- 966 KJZY Smooth Jazz
- 967 KPFA Variety/Berkeley
- 968 KBAY Adult Contemporary
- 969 KTYL Hip Hop
- 970 KRTV Country
- 971 KBWF Sports/Radio 95.7
- 972 KOT Adult Contemporary
- 973 KLCG Hot AC
- 974 KUPY Classic Rock
- 975 KSLD Spanish
- 976 KSLD Spanish
- 977 KMVO Moving 99.7
- 978 KZST Adult Contemporary
- 979 KGRB Spanish
- 980 KQI Hot AC
- 981 KQFC Classical
- 982 KBLZ Urban Contemporary
- 983 KRSK Smooth Jazz
- 984 KFOS Album Alternative
- 985 KMRX The New Mix
- 986 KITS Alternative
- 987 KMEL Hip Hop
- 988 KEZR Hot AC
- 989 KSNB Classic Rock

Music Choices

- 901 Hit List
- 902 Hip-Hop and R&B
- 903 MC Mix/Top
- 904 Dance/Electronic
- 905 Rap
- 906 Hip-Hop Classics
- 907 Throwback Jamz
- 908 R&B Classics
- 909 R&B Soul
- 910 Gospel
- 911 Reggae
- 912 Classic Rock
- 913 Retro Rock
- 914 Rock
- 915 Metal
- 916 Alternative
- 917 Classic Alternative
- 918 Adult Alternative
- 919 Soft Rock
- 920 Pop Hits
- 921 80's
- 922 90's
- 923 70's
- 924 Solid Gold Oldies
- 925 Party Favorites
- 926 Shape & Screen
- 927 Kidz Only
- 928 Today's Tunes
- 929 Today's Country
- 930 True Country
- 931 Classic Country
- 932 Contemporary Christian
- 933 Sounds of The Season
- 934 Soundscapes
- 935 Smooth Jazz
- 936 Jazz
- 937 Blues
- 938 Singers & Swing
- 939 Easy Listening
- 940 Classical Masterpieces
- 941 Light Classical
- 942 Musica Urnana
- 943 Pop Latino
- 944 Tropicales
- 945 Mexicana
- 946 Romances

High-Definition

- 793 Hallmark HD
- 794 Lifetime Channel HD
- 795 Lifetime HD
- 796 LWN HD
- 797 AMC HD
- 804 Investigation Discovery HD
- 805 HGTV HD
- 806 Home & Garden TV HD
- 807 America HD
- 811 HSN HD
- 812 QVC HD
- 815 Galavisión HD
- 821 Bloomberg HD
- 826 ESPNs HD
- 827 NBA TV HD
- 828 NFL Network HD
- 829 NFL Network HD
- 830 NFL Network HD
- 831 CBS Sports Network HD
- 832 TV One HD
- 833 Science HD
- 834 National Geographic HD
- 835 Fox Business Network HD
- 836 Disney XD HD
- 837 HD Net Green HD
- 838 HD Net
- 839 FUSE HD
- 840 Outdoor Channel HD
- 841 ESPN U HD
- 842 ESPN HD
- 843 TCM HD
- 844 IFC HD
- 845 WE Women's Entertainment HD
- 846 MGM HD
- 847 at Gen. WLD HD
- 848 The Hub HD
- 849 Gospel Music Channel HD
- 850 Game Show Network HD
- 851 ESPNs HD
- 852 NBA TV HD
- 853 NFL Network HD
- 854 NFL Network HD
- 855 Speed HD
- 856 CBS Sports Network HD
- 857 NFL RedZone HD
- 858 Tennis HD
- 859 Fox Soccer HD
- 860 Premium-3
- 861 HBO HD
- 862 HBO Latino HD
- 863 HBO Family HD
- 864 Showtime HD
- 865 Showtime HD
- 866 Cinemax HD
- 867 TMC HD
- 868 XFINITY 3D
- 869 ESPN 3D
- 870 Pay-Per-View HD
- 871 NBA Pay-Per-View HD
- 872 MLB Pay-Per-View HD
- 873 NHL Pay-Per-View HD
- 874 Pay-Per-View HD
- 875 Pay-Per-View HD

High-Definition

- 702 KTVU HD (FOX)
- 703 KNTV HD (NBC)
- 704 KRON HD (KQV)
- 705 KPIX HD (CBS)
- 706 KQW HD (KQW)
- 707 KQW HD (KQW)
- 708 KQW HD (KQW)
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- 787 KQW HD (KQW)

International

- 305 TV Globo (Brazilian)
- 306 PFC (Brazilian)
- 307 RPT (Portuguese)
- 310 RPT (Portuguese)
- 311 RPT (Portuguese)
- 312 Antenna Satellitis (Greek)
- 315 TV5MONDE (French)
- 319 Rai Italia (Italian)
- 324 RTN (Russian)
- 325 Channel One Russia (Russian)
- 330 TV Japan (Japanese)
- 331 SBTN (Vietnamese)
- 336 Zee TV (South Asian)
- 337 TV Asia (South Asian)
- 338 SET Asia (SONY) (South Asian)
- 339 NEO Cricket (South Asian)
- 340 STAR India PLUS (South Asian)
- 341 STAR India NEWS (South Asian)
- 342 STAR ONE (South Asian)
- 343 STAR India GOLD (South Asian)
- 344 VJAY (South Asian Tamil)
- 345 CIT-Zhong Tian Channel (Chinese/Mandarin)
- 355 CCTV-4 (Chinese/Mandarin)
- 356 Phoenix Info News (Chinese/Mandarin)
- 357 Phoenix North America (Chinese/Mandarin)
- 358 ETTV-Super Channel (Chinese/Mandarin)
- 360 TVB Jade (Chinese/Cantonese)
- 367 The Filipino Channel (Filipino)
- 369 GMA Pinoy TV (Filipino)
- 370 GMA Life TV (Filipino)

Multi-Latino

- 70 GloboVision - East
- 600 Discovery en Español
- 601 FOX Deportes
- 603 Canal 52MAX
- 604 CineLatino
- 605 History en Español
- 606 i!3s
- 608 CNN en Español
- 609 Disney XD
- 610 Cine Mexicano
- 611 Video Rola
- 612 CB TV Michoacan
- 613 Mexico 22
- 614 Once TV
- 615 SUR
- 616 Infinito
- 617 TeleFormula
- 618 Gal TV
- 619 ESPN Deportes
- 620 KEND Azteca
- 621 KQED Vine
- 622 KTVU LATV
- 626 Discovery Familia
- 628 Ecuavisia
- 629 TVE
- 630 WAPA America
- 631 Mexicana
- 632 Multimedios
- 633 Caracol TV
- 634 TV Colombia
- 636 Nuevo TV
- 637 TV Chile
- 640 ViendoMovies - West
- 644 SUR Peru
- 645 Lalele Novela
- 646 Utilisima
- 647 Telefe
- 649 TV Dominicana
- 650 TV Venezuela
- 652 RTV Musica
- 653 Telehit
- 654 Ritmoson Latino
- 656 Bardamax
- 658 TBN Enlace
- 659 EWTN español
- 660 La Familia Cosmision
- 663 Gran Cine
- 664 De Pelicula
- 665 De Pelicula Clasico
- 671 HTN

The Starter Package is required to view these channels
 * The Preferred Package is required to view these channels
 † The Sports & Entertainment Package is required to view these channels
 ‡ You must subscribe to the individual premium service and a Digital Converter or a Digital Package that includes the premium service in order to receive the multiplex version of the same channel

EXHIBIT 4

AT&T U-verse Channel Lineup

ZIP code: 94503 Change | As of: March 26, 2012

Show only:

Print

Search by channel names

Ex.: CNN, Cartoon, ESPN (?) Reset

Clear comparisons

Compare TV Packages

Create your own side-by-side comparison.

Select to Compare

Clear filters

Filter by Category

★ Favorites (?)

HD

Movies

Sports

News

Local

Educational

Filter by Premium Package

Movie Pkgs.

Sports Pkgs.

International Pkgs.

Compare Packages

U450

U300

U200

U-family

U-basic

U200 TV Package \$72/mo.

View premium add-on channels (?)

up to 270 channels

Sort by: Channel Name | Channel #

KTVU-2 (FOX)	2	KNTV-11 (NBC)	3	KRON-4 (MY NETWORK TV)	4
KPIX-5 (CBS)	5	KICU-36 (IND)	6	KGO-7 (ABC)	7
KTSF-26 (IND)	8	KQED-9 (PBS)	9	Home Shopping Network (HSN)	10
KDTV-14 (UNI)	13	QVC	14	KFSF-66 (TF)	19
KOFY-20 (IND)	20	KRCB-22 (PBS)	22	KTLN-68 (Total Living Network)	25
KMTP-32 (IND)	32	As Seen On TV	37	KCNS-38 (Ind)	38
KTNC-42 (Estrella)	42	KCSM-43 (PBS)	43	KBCW-44 (THE CW)	44
KSTS-48 (TEL)	48	KQEH-54 (PBS)	54	KKPX-65 (ION)	65
Valu TV	82	AT&T U-verse Shopping 1	84	U-verse Message Channel	93
AT&T U-verse Front Row	100	TNT (Turner Network Television)	108	TNT (Turner Network Television) - West	109
TBS	112	TBS - West	113	Discovery Channel - West	121
USA Network - West	125	FX Network - West	129	A&E - West	132
EI Entertainment Television - West	135	TV Land - West	139	Comedy Central - West	141
Splke TV - West	146	G4	149	Syfy - West	152
Chiller	153	BET (Black Entertainment Television) - West	156	TV One	157
cloo	161	Crime & Investigation Network	163	truTV	164
truTV - West	165	OWN - Oprah Winfrey Network - West	170	GSN - Game Show Network	173
ABC Family Channel - West	179	WGN America	180	Bravo - West	182
LOGO - West	184	BBC America	188	mun2 - West	193
nuvoTV	194	COMPRA	196	Jewelry Television	197
AT&T U-verse Shopping 4	198	AT&T U-verse Movies	200	CNN (Cable News Network)	202
CNN Headline News	203	FOX News Channel	210	Fox Business Network	211
MSNBC	215	CNBC	216	Bloomberg Television	222
The Weather Channel	225	BUY TV	228	C-SPAN	230
C-SPAN2	231	C-SPAN3	232	ABC News Now	243
BuyIt2	247	TLC-West	251	Animal Planet - West	253
Travel Channel - West	255	History - West	256	H2	257
Science	258	Military Channel	259	National Geographic Channel	265
Nat Geo WILD	266	BIO	272	Millitary History Channel	276
Disney Channel - West	303	Disney XD - West	305	Nickelodeon - West	315
Nick2	316	Nicktoons	318	Nick Jr.	320
TeenNick	322	Cartoon Network	325	Cartoon Network - West	326
Boomerang	327	The Hub	335	Smile of a Child TV	340
Lifetime Television - West	361	LMN	362	SOAPnet - West	366

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tvMall	367	Oxygen	368	WE-West	373
Style Network	380	AT&T U-verse Shopping 3	399	Customer Notification	400
QVC	420	Home Shopping Network (HSN)	422	ShopNBC	424
Jewelry Television	428	AT&T U-verse Shopping 4	429	Home & Garden Television (HGTV) - West	451
Food Network - West	453	DIY Network (Do-It-Yourself Network)	454	Cooking Channel	456
Wealth TV	470	tvMall	471	SWRV	501
MTV (Music Television) - West	503	MTV2 - West	505	MTV Hits	509
VH1 - West	519	VH1 Classic - West	521	CMT (Country Music Television) - West	526
Great American Country (GAC)	529	fuse	535	FUEL TV	536
TBN - Trinity Broadcasting Network	560	Eternal Word Television Network (EWTN)	562	Daystar	563
INSP (Inspiration Network)	564	The Church Channel	565	FamilyNet	566
BYU	567	JCTV	570	The Word Network	575
World Harvest Television	578	FAITH	580	AT&T U-verse Sports	600
ESPN	602	ESPN Classic	603	ESPNEWS	604
ESPNU	605	ESPN2	606	NFL Network	630
NBC Sports Network	640	Golf Channel	641	BTN	650
Speed Channel	652	Fox Soccer	654	Sports Alternate 1	691
Sports Alternate 2	692	Sports Alternate 3	693	Sports Alternate 4	694
Sports Alternate 5	695	Sports Alternate 6	696	Sports Alternate 7	697
Sports Alternate 8	698	Comcast SportsNet California	767	Comcast SportsNet California Alternate	768
Comcast SportsNet Bay Area	770	Comcast SportsNet Bay Area Plus	771	Turner Classic Movies (TCM)	790
AMC - West	796	IFC	797	Sundance Channel	798
U-verse Showcase	800	AT&T U-verse Movies	945	AT&T U-verse Movies	960
Customer Notification	962	AT&T U-verse Sports	963	U-verse Showcase	964
Customer Notification	1100	AT&T U-verse Movies	1200	Jewelry Television	1428
AT&T U-verse Sports	1600	U-verse Showcase	1800	Customer Notification	2500
KDTV-14 (UNI)	3002	Galavision - West	3004	KFSF-66 (TF)	3005
KSTS-48 (TEL)	3007	mun2 - West	3010	COMPRA	3014
EWTN Espanol	3077	Golden Boy Presenta	3312	CCTV-9	3602
SWRV	5100	MC Hit List	5101	MC Hip-Hop and R&B	5102
MC MixTape	5103	MC Dance-Electronica	5104	MC Rap	5105
MC Hip-Hop Classics	5106	MC Throwback Jamz	5107	MC R&B Classics	5108
MC R&B Soul	5109	MC Gospel	5110	MC Reggae	5111
MC Classic Rock	5112	MC Retro Rock	5113	MC Rock	5114
MC Metal	5115	MC Alternative	5116	MC Classic Alternative	5117
MC Adult Alternative	5118	MC Soft Rock	5119	MC Pop Hits	5120
MC 90s	5121	MC 80s	5122	MC 70s	5123
MC Solid Gold Oldies	5124	MC Party Favorites	5125	MC Stage & Screen	5126
MC Kidz Only!	5127	MC Toddler Tunes	5128	MC Todays Country	5129
MC True Country	5130	MC Classic Country	5131	MC Contemporary Christian	5132
MC Sounds of the Seasons	5133	MC Soundscapes	5134	MC Smooth Jazz	5135
MC Jazz	5136	MC Blues	5137	MC Singers & Swing	5138
MC Easy Listening	5139	MC Classical Masterpieces	5140	MC Light Classical	5141

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MC Musica Urbana	5142	MC Pop Latino	5143	MC Tropicales	5144
MC Mexicana	5145	MC Romances	5146	Live Multiview Alternate 1	9211
Live Multiview Alternate 2	9212	Live Multiview Alternate 3	9213	Live Multiview Alternate 4	9214
Live Multiview Alternate 5	9215	Live Multiview Alternate 6	9216	U-verse Message Channel	9920

Premium Add-on Channels

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Cinemax On Demand HD	0	HBO On Demand HD	0	Cinemax On Demand	0
TMC On Demand	0	HBO On Demand	0	AT&T U-verse Buzz	300
qubo	328	Tr3s - West	507	Sportsman Channel	642
CBS Sports Network	643	Fox College Sports - Atlantic	647	Fox College Sports - Central	648
Fox College Sports - Pacific	649	FOX Deportes	655	Go!TV	656
The Tennis Channel	660	TVG Network	670	HRTV	672
Outdoor Channel	680	YES Network	702	SportsNet New York	704
SportsTime Ohio	735	HBO (Home Box Office)	802	HBO (Home Box Office) - West	803
HBO2	804	HBO2 - West	805	HBO Family	806
HBO Family - West	807	HBO Signature	808	HBO Signature - West	809
HBO Comedy	810	HBO Comedy - West	811	HBO Zone	812
HBO Zone - West	813	HBO Latino	814	HBO Latino - West	815
Cinemax	832	Cinemax - West	833	MoreMAX	834
MoreMAX - West	835	ActionMAX	836	ActionMAX - West	837
ThrillerMAX	838	ThrillerMAX - West	839	5StarMAX	840
VMAX	842	OuterMAX	844	ATMAX	846
Showtime	852	Showtime - West	853	Showtime Too	854
Showtime Too - West	855	Showtime Showcase	856	Showtime Showcase - West	857
Showtime Extreme	858	Showtime Extreme - West	859	Showtime Beyond	860
Showtime Family Zone	862	Showtime Next	864	Showtime Women	866
The Movie Channel (TMC)	882	The Movie Channel (TMC) - West	883	TMC Xtra	884
FLIX	890	Starz	902	TMC Xtra - West	885
Starz Edge	904	Starz inBlack	906	Starz - West	903
Starz Comedy	910	Starz Kids & Family	912	Starz Cinema	908
RetroPlex	916	Encore	932	IndiePlex	914
Encore Love	934	Encore Suspense	936	Encore - West	933
Encore Westerns	940	Encore Drama	942	Encore Action	938
Encore Family	944	AT&T U-verse Buzz	961	Encore Espanol	943
KTVU-HD-2 (FOX)	1002	KNTV-HD-11 (NBC)	1003	AT&T U-verse Buzz	1000
KPIX-HD-5 (CBS)	1005	KICU-HD-36 (IND)	1006	KRON-HD-4 (MY NETWORK TV)	1004
KQED-HD-9 (PBS)	1009	HSN HD	1010	KGO-HD-7 (ABC)	1007
QVC HD	1014	KFSF-HD-66 (TF)	1019	KDTV-HD-14 (UNI)	1013
KRCB-HD-22 (PBS)	1022	KCSM-HD-43 (PBS)	1043	KOFY-HD-20 (IND)	1020
KSTS-HD-48 (TEL)	1048	KKPX-HD-65 (ION)	1065	KBCW-HD-44 (THE CW)	1044
Universal HD	1104	HDNet	1105	Velocity HD	1102
TNT HD	1108	TNT HD - West	1109	HDNet Movies	1106
TBS HD - West	1113	MGM HD	1116	TBS HD	1112
Discovery Channel HD	1120	USA Network HD	1124	Smithsonian Channel HD	1118
A&E HD	1132	E! Entertainment HD	1134	FX Network HD - West	1129
Comedy Central - West HD	1141	Spike TV - West HD	1146	TV Land HD - West	1139
Syfy HD	1151	BET (Black Entertainment Television) HD	1155	G4 HD	1149
truTV HD	1164	OWN - Oprah Winfrey Network HD	1170	TV One HD	1157
WGN America HD	1180	Bravo HD	1181	Crime & Investigation HD	1163
				ABC Family Channel HD - West	1179
				CNN HD	1202

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msnbc HD	1215	CNBC HD	1216	The Weather Channel HD	1225
TLC HD	1250	Animal Planet HD	1252	Travel Channel HD	1254
History HD	1256	H2 HD	1257	Science HD	1258
Investigation Discovery HD	1260	National Geographic Channel HD	1265	Nat Geo WILD HD	1266
				BIO HD	1272
AT&T U-verse Buzz	1300	Disney Channel HD - West	1303	Disney XD HD - West	1305
Nickelodeon HD - West	1315	Cartoon Network HD	1325	Cartoon Network HD - West	1326
The Hub HD	1335	Lifetime Television HD - West	1361	LMN HD	1362
Style Network HD	1380	QVC HD	1420	HSN HD	1422
HGTV HD	1450	Food Network HD	1452	DIY Network (Do-It-Yourself Network) HD	1454
				Wealth TV HD	1470
Cooking Channel HD	1456	Planet Green HD	1465	Halogen HD	1492
FUNimation Channel HD	1484	Havoc TV HD	1490	Palladia	1505
SWRV HD	1501	MTV (Music Television) - West HD	1503	VH1 - West HD	1519
				TBN HD	1560
CMT (Country Music Television) - West HD	1526	fuse HD	1535	ESPN HD	1602
		BYU HD	1567	ESPN2 HD	1606
ESPNews HD	1604	ESPNU HD	1605	NBA TV HD	1632
NFL RedZone HD	1629	NFL Network HD	1630	Golf HD	1641
MLB Network HD	1634	NBC Sports Network HD	1640	Speed HD	1652
CBS Sports Network HD	1643	BTN HD	1650	Go!TV HD	1656
Fox Soccer Plus HD	1653	Fox Soccer HD	1654	Outdoor Channel HD	1680
The Tennis Channel HD	1660	World Fishing Network HD	1679	Sports HD Alternate 3	1693
Sports HD Alternate 1	1691	Sports HD Alternate 2	1692	Sports HD Alternate 6	1696
Sports HD Alternate 4	1694	Sports HD Alternate 5	1695	Sports HD Alternate 9	1699
Sports HD Alternate 7	1697	Sports HD Alternate 8	1698	Sun Sports HD	1722
YES HD	1702	FSN Florida HD	1720	ROOT SPORTS Pittsburgh HD	1730
FSN South HD	1724	SportSouth HD	1729		
				Comcast SportsNet Chicago HD	1741
SportsTime Ohio HD	1735	FSN Detroit HD	1737		
				FSN Southwest - Dallas HD	1753
FSN North HD	1744	FSN Midwest - St Louis HD	1748	ROOT SPORTS Northwest HD	1764
ROOT SPORTS Rocky Mountain HD	1760	FSN Arizona HD	1762		
				Comcast SportsNet Bay Area HD	1770
Comcast SportsNet California HD	1767	Comcast SportsNet California Alternate HD	1768		
				FSN Prime Ticket HD	1774
Comcast SportsNet Bay Area Alternate HD	1771	FSN West HD	1772	Turner Classic Movies (TCM) HD	1790
		SHORTS HD	1789		
				ReelzChannel HD	1799
Sony Movie Channel	1791	AMC HD	1795	HBO HD	1804
HBO HD	1802	HBO HD - West	1803	HBO Family HD - West	1807
HBO2 HD - West	1805	HBO Family HD	1806	HBO Comedy HD	1810
HBO Signature HD	1808	HBO Signature HD - West	1809	HBO Zone HD - West	1813
HBO Comedy HD - West	1811	HBO Zone HD	1812	Cinemax HD	1832
HBO Latino HD	1814	HBO Latino HD - West	1815	MoreMAX HD - West	1835
Cinemax HD - West	1833	MoreMax HD	1834	ThrillerMax HD	1838
ActionMax HD	1836	ActionMAX HD - West	1837	VMAX HD	1842
ThrillerMAX HD - West	1839	5StarMax HD	1840	Showtime HD	1852
OuterMax HD	1844	ATMax HD	1846	Showtime Too HD - West	1855
Showtime HD - West	1853	Showtime Too HD	1854	Showtime Extreme HD	1858
Showtime Showcase HD	1856	Showtime Showcase HD - West	1857	Showtime Extreme HD - West	1859
				TMC Xtra HD	1884
The Movie Channel HD	1882	The Movie Channel (TMC) HD - West	1883	TMC Xtra HD - West	1885
				Starz Edge HD	1904
Starz HD	1902	Starz HD - West	1903	Encore HD	1932
Starz Comedy HD	1910	Starz Kids & Family HD	1912		

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NBA League Pass HD 4	2108	NBA League Pass HD 5	2109	NBA League Pass HD 6	2110
NBA League Pass HD 7	2111	NBA League Pass HD 8	2112	NBA League Pass HD 9	2113
NBA League Pass HD 10	2114	MEGA TV	3008	Once Mexico	3011
WAPA America	3013	V-me	3015	Latele Novela	3017
Pasiones	3018	Azteca America	3019	Azteca Mexico	3020
Mexico 22	3022	Estrella	3024	TV Colombia	3026
Television Espanola	3029	TV Chile	3032	Telefe Internaclonal	3035
Telemazonas Internacional	3041	Centroamerica TV	3044	Latinoamerica TV	3046
Television Dominicana	3047	Utilisima	3049	Disney XD en Espanol	3052
Boomerang en Espanol	3053	HITN	3055	La Familia Cosmovision	3056
V-me Kids	3058	qubo	3061	Multimedios	3065
CBTV Michoacan	3067	TBN Enlace USA	3078	Nat Geo Mundo	3101
Discovery en Espanol	3102	Discovery Familia	3103	History en Espanol	3104
CNN en Espanol	3110	SUR	3111	ESPN Deportes	3113
FOX Deportes	3114	Go!TV	3115	AyM Sports	3119
Cinelatino	3126	De Pelicula	3128	De Pelicula Clasico	3129
Viendo Movies	3132	Cine Mexicano	3134	Telehit	3143
Tr3s - West	3144	Bandamax	3146	Ritmoson Latino	3149
Go!TV HD	3415	CCTV-4	3603	CTI-Zhong Tian	3604
Phoenix InfoNews	3605	Phoenix North America Chinese Channel	3606	ET-News	3631
TVBe	3638	MBC America	3643	ET-Global	3632
TVB-V	3664	TV Japan	3680	Saigon Broadcasting Television Network	3662
GMA Pinoy	3683	VivaTV Plus	3690	The Filipino Channel	3682
TV Asia	3703	Sony Entertainment Television Asia (SET Asia)	3704	Zee TV	3702
aapka Colors	3712	Arabic Radio & Television	3732	STAR India PLUS	3706
Rai Italia	3802	TV5MONDE	3832	MTV India	3709
TVP Info	3863	Channel One Russia	3882	MTV ARABIA	3738
				TV Polonia	3862
				RTR Planeta	3883

EXHIBIT 5

REDACTED



Derek Dickinson
General Attorney

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Whitacre Tower
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derek.dickinson@att.com

January 23, 2012

Brian Hurh
Davis Wright Tremaine LLP
1919 Pennsylvania Ave., NW
Suite 800
Washington, DC 20006-3402
(fax) 202-973-4499
brianhurh@dwt.com

Re: Comcast Request for AT&T Data for Effective Competition Filing

Dear Mr. Hurh:

This letter is in response to your January 13, 2012, request on behalf of Comcast Cable Communications, L.L.C. ("Comcast") for information from AT&T under Section 76.907(c) of the FCC's rules, in particular, to demonstrate "effective competition" for certain communities in the state of California.

As we discussed previously, AT&T is providing this information to you and your law firm ("DWT") as outside counsel representing Comcast with the understanding that, if any communities qualify for effective competition using the AT&T subscriber figures, DWT will disclose the total competing provider subscriber count to Comcast (that is, AT&T data plus data available from other providers, such as DBS providers), such that Comcast will not be able to determine AT&T's subscriber counts. Moreover, you have indicated that if a petition for effective competition is filed with the FCC, DWT will submit AT&T's subscriber figures confidentially.

With that understanding, here is the data:

American Canyon
AT&T U-verse TV subscribers:

January 23, 2012
Brian Hurh Letter
Page 4 of 7

Napa
AT&T U-verse TV subscribers:

Sonoma
AT&T U-verse TV subscribers:

Just to be clear, the subscriber counts above are as of December 31, 2011.

Please feel free to call me at 214-7575-3369 (office) or 210-508-4247 (mobile) if you have any questions.

Very truly yours,

A handwritten signature in cursive script that reads "Derek Dickinson". The signature is written in black ink and is positioned above the printed name.

Derek Dickinson

EXHIBIT 6



Jan 12, 2012

Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, DC 20006

To Whom It May Concern:

Media Business Corporation ("MediaBiz") utilizes a multi-step process to accurately identify cable client franchise areas and associated ZIP and ZIP+4 Codes. (A ZIP+4 Code includes the five digits of the United States Postal Service ZIP Code, a hyphen, and four more digits that determine a more precise location than the ZIP Code.)

MediaBiz developed this methodology to address the potential shortcomings in utilizing 5-digit ZIP Code data for "Effective Competition" petitions. This basic methodology has been in place for several years and has been used successfully in many Effective Competition cases at the FCC.

Because ZIP Codes and municipal boundaries are created and managed by different government authorities, the boundaries of ZIP Codes and municipal boundaries often overlap. ZIP Codes frequently span between and beyond municipal boundaries. ZIP+4 Codes, however, usually reside in one and only one municipality. MediaBiz uses Place, Minor Civil Division (MCD), and County boundaries from Dynamap®, a division of Pitney Bowes Business Insight, to determine municipal boundaries. MediaBiz uses the Dynamap® ZIP+4 Centroids database, which contains ZIP+4 centroid correspondence for virtually all deliverable ZIP+4s, to identify ZIP+4 Codes within municipal boundaries, among the over 60 million ZIP+4s in all 50 states, DC, and Puerto Rico, based on current data from the USPS and the U.S. Bureau of the Census, and the Tele Atlas master street database.

MediaBiz then utilizes its ZIP+4 Code mapping to enable our clients to obtain proper "Direct-to-Home" (DTH) subscriber counts for their respective franchise areas by tracking DTH subscribers at the ZIP+4 Code level. (Where MediaBiz determines that a ZIP Code falls entirely within a franchise area, however, it is unnecessary to identify DTH subscribers at the ZIP+4 Code level for that 5-digit ZIP Code. In these instances, MediaBiz identifies such 5-digit ZIP Codes and, accordingly, DTH subscribers are identified by the 5-digit ZIP Code only.

Only ZIP+4 Codes that meet specific criteria are included in this report. The following criteria must be met:

- The centroid of the ZIP+4 Code is within the franchise area; and
- The USPS ZIP+4 Record Type (from Dynamap® ZIP+4 Centroids) is either H - high-rise or S - street

Our methodology has been used by many multiple system operators (MSOs) as part of their Effective Competition relief efforts, and we believe this methodology produces the most accurate and detailed view of ZIP+4 data as it relates to cable franchise areas.


Robert Lehmann
President

MediaBiz

EXHIBIT 7

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ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 4, 2011

ZIP Codes

DTH Count

Requested total for American Canyon, CA

Data is current through 8/31/2011

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2011-08-31

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945039715
945039720
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945039724
945039727

Total

ECTR – Effective Competition Tracking Report



Provided by
 Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 4, 2011

ZIP Codes	DTH Count
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Requested total for Calistoga, CA	747
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Data is current through 8/31/2011

Report Prepared by:
 Martin Esteves
 Manager, Membership and Data Management
 202-349-3630
 mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members’ subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2011-08-31

945151001	1
945151002	2
945151003	1
945151004	0
945151005	1
945151007	3
945151008	9
945151009	1
945151011	3
945151012	1
945151016	0
945151017	0
945151018	2
945151019	6
945151020	1
945151026	0
945151027	0
945151028	0
945151030	1
945151034	1
945151036	1
945151038	2
945151039	1
945151040	1
945151041	0
945151042	1
945151043	1
945151044	2
945151046	0
945151047	2
945151048	1
945151050	0
945151051	5
945151059	3
945151060	0
945151100	0
945151101	4
945151102	4
945151103	3
945151104	2
945151105	4
945151106	0
945151107	1
945151108	0
945151109	4
945151110	0
945151111	4
945151112	0
945151113	0
945151114	0
945151115	0

REDACTED - FOR PUBLIC INSPECTION

945151116	1
945151117	1
945151118	4
945151119	5
945151120	1
945151121	0
945151122	6
945151123	5
945151124	0
945151126	0
945151127	0
945151128	0
945151129	1
945151130	2
945151131	2
945151132	1
945151134	4
945151135	5
945151136	0
945151137	0
945151138	0
945151139	1
945151140	0
945151142	1
945151144	7
945151145	2
945151146	2
945151148	0
945151149	0
945151150	3
945151151	2
945151152	2
945151153	2
945151154	2
945151156	1
945151157	2
945151158	0
945151159	3
945151160	1
945151161	2
945151162	0
945151163	2
945151164	3
945151165	2
945151166	1
945151167	0
945151168	3
945151170	2
945151171	3
945151172	3
945151173	1
945151174	0

REDACTED - FOR PUBLIC INSPECTION

945151175	1
945151176	2
945151177	1
945151178	1
945151179	1
945151180	2
945151181	0
945151182	3
945151183	6
945151184	0
945151185	2
945151186	1
945151187	0
945151188	0
945151189	2
945151190	2
945151201	1
945151202	1
945151203	2
945151204	3
945151205	6
945151206	1
945151207	0
945151208	1
945151209	0
945151210	1
945151211	4
945151212	4
945151213	4
945151214	10
945151215	1
945151216	2
945151217	2
945151218	0
945151219	0
945151220	0
945151221	0
945151222	3
945151223	1
945151224	3
945151226	0
945151228	0
945151230	1
945151231	0
945151232	1
945151233	0
945151234	3
945151235	0
945151237	1
945151238	3
945151239	3
945151241	2

REDACTED - FOR PUBLIC INSPECTION

945151245	2
945151248	1
945151250	1
945151253	0
945151255	4
945151257	0
945151300	1
945151301	0
945151302	0
945151303	0
945151304	0
945151305	0
945151306	0
945151307	0
945151308	2
945151309	0
945151310	1
945151311	1
945151312	3
945151313	0
945151314	0
945151315	0
945151316	0
945151317	3
945151318	3
945151319	0
945151320	1
945151321	1
945151322	0
945151323	3
945151324	1
945151325	2
945151326	3
945151327	2
945151328	2
945151329	0
945151330	0
945151331	0
945151332	0
945151333	0
945151334	0
945151335	5
945151336	4
945151337	0
945151338	0
945151339	0
945151340	1
945151341	2
945151342	0
945151343	0
945151344	0
945151345	1

REDACTED - FOR PUBLIC INSPECTION

945151346	0
945151347	1
945151348	0
945151349	0
945151350	0
945151351	0
945151352	4
945151353	2
945151354	2
945151355	0
945151356	0
945151357	0
945151358	2
945151359	0
945151360	0
945151361	6
945151362	0
945151363	2
945151364	0
945151365	2
945151366	1
945151367	2
945151368	10
945151369	0
945151370	1
945151371	0
945151372	1
945151373	0
945151400	0
945151401	1
945151402	0
945151403	0
945151404	1
945151405	1
945151407	2
945151408	2
945151409	0
945151410	0
945151411	0
945151412	3
945151413	1
945151414	0
945151415	1
945151416	3
945151417	0
945151418	0
945151419	1
945151420	2
945151421	5
945151422	1
945151423	0
945151424	0

REDACTED - FOR PUBLIC INSPECTION

945151425	2
945151426	0
945151427	0
945151428	0
945151429	0
945151430	2
945151431	1
945151432	0
945151433	1
945151434	1
945151435	0
945151436	0
945151437	0
945151438	0
945151439	0
945151440	0
945151441	0
945151442	1
945151443	1
945151444	4
945151445	1
945151446	5
945151447	1
945151448	0
945151449	0
945151450	0
945151451	0
945151452	1
945151453	0
945151454	2
945151455	2
945151456	5
945151457	2
945151458	1
945151459	4
945151460	0
945151462	0
945151463	2
945151464	0
945151465	0
945151466	2
945151467	1
945151468	0
945151470	0
945151471	0
945151472	0
945151473	3
945151474	0
945151475	4
945151476	0
945151477	0
945151500	1

REDACTED - FOR PUBLIC INSPECTION

945151501	0
945151502	1
945151503	0
945151504	1
945151505	0
945151506	1
945151507	1
945151508	0
945151509	3
945151510	1
945151511	2
945151512	2
945151513	1
945151514	1
945151515	0
945151516	2
945151517	3
945151518	0
945151519	0
945151520	1
945151521	0
945151522	1
945151523	0
945151524	0
945151525	1
945151526	0
945151527	3
945151528	1
945151529	1
945151530	0
945151531	0
945151533	0
945151534	1
945151535	0
945151536	5
945151537	3
945151538	3
945151539	3
945151540	2
945151541	0
945151542	0
945151543	0
945151544	1
945151545	2
945151546	1
945151547	0
945151548	0
945151549	1
945151550	0
945151551	0
945151552	0
945151554	1

REDACTED - FOR PUBLIC INSPECTION

945151555	4
945151556	0
945151557	0
945151558	1
945151559	0
945151560	1
945151561	0
945151562	0
945151563	0
945151564	1
945151565	0
945151566	0
945151567	0
945151568	0
945151569	1
945151570	3
945151571	1
945151572	0
945151573	0
945151600	1
945151601	1
945151602	2
945151603	4
945151604	0
945151605	0
945151606	0
945151607	0
945151608	0
945151609	0
945151610	1
945151611	3
945151612	0
945151613	0
945151614	0
945151615	0
945151616	2
945151617	0
945151618	1
945151619	2
945151620	5
945151621	2
945151622	2
945151623	2
945151624	2
945151625	3
945151626	2
945151627	2
945151628	0
945151629	0
945151630	0
945151631	0
945151632	0

REDACTED - FOR PUBLIC INSPECTION

945151633	0
945151634	0
945151635	2
945151636	1
945151637	0
945151638	0
945151639	0
945151640	2
945151641	0
945151642	1
945151643	6
945151644	1
945151645	0
945151646	1
945151647	2
945151648	2
945151649	3
945151650	0
945151651	1
945151652	0
945151653	0
945151701	0
945151702	1
945151703	0
945151704	0
945151705	0
945151706	0
945151707	0
945151708	0
945151709	1
945151710	1
945151711	0
945151712	0
945151713	0
945151714	1
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945151717	1
945151718	0
945151719	1
945151720	0
945151721	2
945151722	1
945151723	0
945151724	0
945151725	0
945151726	0
945151727	0
945151728	2
945151729	0
945151730	0
945151731	0

REDACTED - FOR PUBLIC INSPECTION

945151732	1
945151733	1
945151734	0
945151735	2
945151736	2
945151737	6
945151738	0
945151739	1
945151740	0
945151741	0
945151742	0
945151743	3
945151744	0
945151746	0
945151747	0
945151748	0
945151749	0
945151750	0
945151753	1
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945151809	0
945151812	1
945151814	0
945159407	2
945159625	0
945159627	3
945159631	1
945159643	1
945159663	1
945159665	1
945159666	3
945159721	2
945159723	1
945159748	3
945159749	6
945159750	2
945159751	6
945159752	1
945159753	5
945159754	3
945159755	5
945159756	1
945159757	8
945159758	2
945159759	5
945159760	1
945159761	4
945159762	2
945159763	7
945159764	1
945159765	4
945159766	5

REDACTED - FOR PUBLIC INSPECTION

945159767	2
945159768	6
945159769	3
945159770	6
945159771	1
945159772	3
945159773	5
945159774	6
945159775	1
945159776	4
945159777	2
945159778	7
945159779	6
945159780	5
945159781	1
945159782	2
945159783	5
945159784	2
945159785	4
945159786	1
945159787	4
945159788	7
945159789	8
945159798	1
945159998	0
Total	747

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 4, 2011

ZIP Codes

DTH Count

Requested total for Napa, CA

Data is current through 8/31/2011

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2011-08-31

945581306
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945581338
945581600
945581601
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Total

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 4, 2011

ZIP Codes

DTH Count

Requested total for Sonoma, CA

Data is current through 8/31/2011

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

~~Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.~~

; oldest data from 2011-08-31

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Total

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 4, 2011

ZIP Codes	DTH Count
Requested total for St Helena, CA	617

Data is current through 8/31/2011

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2011-08-31

945741001	2
945741002	2
945741003	1
945741004	1
945741005	1
945741006	5
945741007	3
945741008	2
945741009	1
945741010	0
945741011	0
945741012	2
945741013	0
945741014	0
945741015	0
945741016	1
945741017	0
945741018	1
945741019	0
945741020	1
945741021	0
945741022	0
945741023	0
945741024	2
945741025	3
945741026	0
945741027	3
945741028	2
945741029	3
945741030	0
945741031	0
945741032	0
945741033	0
945741034	1
945741035	0
945741036	1
945741037	2
945741038	0
945741039	1
945741040	1
945741041	2
945741042	1
945741043	4
945741044	1
945741045	0
945741046	2
945741047	1
945741048	0
945741049	0
945741050	0
945741051	2

REDACTED - FOR PUBLIC INSPECTION

945741052	0
945741053	0
945741054	1
945741055	0
945741056	0
945741057	1
945741058	0
945741059	0
945741060	1
945741061	0
945741062	1
945741063	2
945741064	0
945741067	1
945741068	0
945741069	0
945741070	0
945741071	0
945741072	4
945741073	0
945741075	0
945741076	1
945741100	0
945741101	0
945741102	0
945741103	0
945741104	0
945741105	1
945741106	0
945741107	0
945741108	0
945741109	0
945741110	0
945741111	4
945741112	2
945741113	1
945741114	0
945741115	1
945741116	6
945741117	0
945741118	0
945741119	0
945741120	0
945741121	1
945741122	0
945741123	0
945741124	0
945741125	0
945741126	0
945741127	0
945741128	0
945741129	4

REDACTED - FOR PUBLIC INSPECTION

945741130	1
945741131	1
945741132	1
945741133	1
945741134	5
945741135	1
945741136	0
945741137	2
945741138	0
945741140	0
945741141	0
945741142	2
945741143	0
945741144	0
945741145	0
945741146	4
945741147	0
945741148	0
945741149	0
945741150	1
945741151	0
945741152	1
945741153	0
945741154	0
945741155	1
945741156	1
945741157	0
945741158	0
945741160	0
945741161	0
945741162	0
945741164	0
945741165	0
945741167	0
945741168	0
945741169	0
945741170	0
945741171	0
945741173	0
945741174	0
945741175	0
945741176	0
945741200	0
945741201	0
945741202	1
945741203	0
945741204	0
945741205	1
945741206	0
945741207	0
945741208	0
945741209	0

REDACTED - FOR PUBLIC INSPECTION

945741210	0
945741211	1
945741212	0
945741213	6
945741214	0
945741215	2
945741216	5
945741217	4
945741218	0
945741219	0
945741220	0
945741221	0
945741222	0
945741223	0
945741224	0
945741225	0
945741226	0
945741227	0
945741228	2
945741229	0
945741230	1
945741231	1
945741232	0
945741233	0
945741234	1
945741235	0
945741236	1
945741237	2
945741238	6
945741240	0
945741242	0
945741243	2
945741244	3
945741245	3
945741246	3
945741247	3
945741248	1
945741249	1
945741250	1
945741251	3
945741252	8
945741253	1
945741254	7
945741256	1
945741259	0
945741260	1
945741261	0
945741262	0
945741263	0
945741264	0
945741265	1
945741266	5

REDACTED - FOR PUBLIC INSPECTION

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945741271	1
945741272	1
945741273	1
945741274	0
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945741281	0
945741282	0
945741283	0
945741300	0
945741301	4
945741302	0
945741303	1
945741304	1
945741305	1
945741306	3
945741307	3
945741308	4
945741311	1
945741312	0
945741313	4
945741314	1
945741315	2
945741316	2
945741317	0
945741318	0
945741319	0
945741320	0
945741321	2
945741322	0
945741324	1
945741325	0
945741326	1
945741327	0
945741328	1
945741329	1
945741332	2
945741334	0
945741338	1
945741342	2
945741346	0
945741348	2
945741349	0
945741351	1
945741352	0
945741353	1

REDACTED - FOR PUBLIC INSPECTION

945741354	3
945741355	2
945741356	0
945741357	0
945741358	0
945741359	1
945741360	0
945741361	0
945741362	0
945741363	0
945741364	0
945741365	0
945741366	1
945741367	2
945741368	1
945741369	0
945741370	0
945741371	3
945741372	1
945741400	0
945741401	0
945741402	0
945741405	0
945741406	1
945741407	0
945741408	0
945741409	0
945741410	0
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945741413	1
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945741417	0
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945741447	0
945741449	0
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945741451	0
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945741453	1
945741456	0
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945741460	0
945741700	2
945741701	2
945741702	1
945741703	1

REDACTED - FOR PUBLIC INSPECTION

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945741711	0
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945741714	1
945741715	0
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945741719	0
945741720	0
945741721	1
945741722	0
945741723	0
945741724	1
945741725	2
945741727	1
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945741729	2
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945741732	1
945741733	1
945741734	2
945741735	0
945741736	2
945741737	3
945741738	1
945741739	0
945741740	2
945741741	5
945741742	1
945741743	0
945741744	3
945741745	2
945741746	0
945741747	2
945741748	0
945741749	1
945741750	3
945741751	0
945741752	0
945741753	0
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945741755	0
945741756	1
945741757	1
945741758	0
945741760	1
945741761	5
945741762	1
945741763	2
945741765	0
945741766	0

REDACTED - FOR PUBLIC INSPECTION

945741767	0
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945741769	0
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945741771	0
945741772	3
945741773	3
945741776	0
945741777	0
945741778	0
945741801	0
945741802	0
945741803	1
945741804	0
945741805	0
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945741823	3
945741824	1
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945741841	0
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945741843	3

REDACTED - FOR PUBLIC INSPECTION

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945741845	1
945741846	3
945741847	0
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945741912	0
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945741914	0
945741915	1
945741916	2
945741917	1
945741918	1
945741919	4
945741920	0
945741921	0
945741922	0
945741923	1
945741924	0
945741925	1
945741926	3
945741927	1
945741928	1
945741929	0
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945741932	0
945741933	1
945741934	0
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945741936	0

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945741937	0
945741938	0
945741939	1
945741940	0
945741941	0
945741943	1
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945741946	0
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945741952	0
945742000	3
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945742002	0
945742003	0
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945742010	0
945742011	0
945742012	0
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945742019	0
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945742023	0
945742024	0
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945742026	0
945742027	0
945742028	0
945742029	0
945742030	0
945742031	1
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945742033	1
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945742035	3
945742036	0
945742037	0
945742038	0
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945742040	1
945742041	1
945742042	0
945742043	0
945742044	1
945742045	1
945742046	0

REDACTED - FOR PUBLIC INSPECTION

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945742048	0
945742049	0
945742050	0
945742051	1
945742053	2
945742054	0
945742055	2
945742056	0
945742057	2
945742058	1
945742059	0
945742060	1
945742062	13
945742064	3
945742065	0
945742066	0
945742067	0
945742068	0
945742069	0
945742070	0
945742097	4
945742101	3
945742102	1
945742103	2
945742104	0
945742105	0
945742106	0
945742107	0
945742108	0
945742109	1
945742110	1
945742111	0
945742112	1
945742115	0
945742116	0
945742120	1
945742121	2
945742123	1
945742125	5
945742127	3
945742128	0
945742129	2
945742131	1
945742133	0
945742134	2
945742135	2
945742136	1
945742137	2
945742139	2
945742144	0
945742145	1

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945742146	1
945742147	0
945742148	4
945742149	0
945742150	0
945742151	0
945742152	0
945742153	0
945742154	0
945742155	0
945742156	0
945742158	1
945742159	0
945742165	0
945742166	0
945742169	1
945742204	0
945742300	4
945742301	2
945742302	1
945742303	1
945742304	0
945742305	1
945742306	2
945742307	0
945742308	0
945742309	1
945742310	1
945742311	1
945742312	2
945742313	1
945742314	7
945742315	4
945742316	1
945742317	3
945742318	1
945742319	0
945742320	1
945742321	0
945742322	0
945742323	2
945742324	1
945742325	1
945742326	0
945742327	1
945742328	0
945742329	1
945742332	3
945742333	1
945742334	1
945742335	2
945742336	2

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945742337	2
945742338	3
945742339	1
945742340	3
945742341	1
945742342	2
945742343	2
945742345	2
945742346	2
945742347	0
945742348	0
945742349	0
945742354	2
945742355	2
945742356	1
945742357	1
945742358	0
945742359	1
945742361	1
945742362	0
945742363	0
945742364	1
945742365	1
945742366	2
945742367	1
945742400	0
945742401	2
945742402	0
945742403	0
945742404	1
945742405	1
945742412	1
945742420	0
945742421	1
945742422	1
945742423	0
945742425	1
945742427	0
945742428	0
945742432	2
945742436	0
945742438	0
945749500	0
945749504	0
945749506	2
945749508	2
945749509	1
945749510	0
945749511	4
945749512	2
945749513	0
945749514	0

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945749515	0
945749516	2
945749518	2
945749519	0
945749520	1
945749521	1
945749523	4
945749603	0
945749609	2
945749613	2
945749614	1
945749615	4
945749621	2
945749688	2
945749689	3
945749696	2
945749768	0
945749769	0
945749770	0
945749771	0
945749782	0
945749998	0
Total	617

EXHIBIT 8



H1

OCCUPANCY STATUS
Universe: Housing units
2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For Information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	American Canyon city, California
Total:	5,982
Occupied	5,657
Vacant	325

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS
Universe: Housing units
2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	Calistoga city, California
Total:	2,319
Occupied	2,019
Vacant	300

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS
Universe: Housing units
2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	Napa city, California
Total:	30,149
Occupied	28,166
Vacant	1,983

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS
Universe: Housing units
2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	Sonoma city, California
Total:	5,544
Occupied	4,955
Vacant	589

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS
 Universe: Housing units
2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pi94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

	St. Helena city, California
Total:	2,776
Occupied	2,401
Vacant	375

Source: U.S. Census Bureau, 2010 Census.

EXHIBIT 9

REDACTED

REDACTED - FOR PUBLIC INSPECTION

	A	B	C	D	E	F
1	Community	State	Total DBS Subscribers	AT&T Subscribers	2010 Census Occupied Housing Units	% of DBS Penetration In Franchise Area Column C + Column D/ Column E
2	AMERICAN CANYON	CA			5,657	37.65%
3	CALISTOGA	CA	747		2,019	37.00%
4	NAPA	CA			28,166	34.26%
5	SONOMA	CA			4,955	20.71%
6	ST HELENA	CA	617		2,401	25.70%

CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 11th day of April, 2012 that a true and correct copy of the foregoing "Petition for Special Relief" has been sent via U.S. mail, postage prepaid to the following:

Ms. Cherri Walton
City Clerk
City of American Canyon
4381 Broadway, Suite 201
American Canyon, CA 94503

Mr. David Spilman
Administrative Services Director
City of Calistoga
1232 Washington Street
Calistoga, CA 94515

Ms. Nancy Weiss
Assistant City Manager
955 School Street
Napa, CA 94559

Ms. Linda Kelly
City Manager
No. 1 The Plaza
Sonoma, CA 95476

Ms. Karen Scalabrini
Interim City Manager
City of St. Helena
1480 Main Street
St. Helena, CA 94574


Deborah D. Williams